

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

Douglas M. Foley (VSB No. 34364)
Sarah B. Boehm (VSB No. 45201)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**SECOND SUPPLEMENTAL ORDER ON DEBTORS' THIRTY-THIRD
OMNIBUS OBJECTION TO CLAIMS (MODIFICATION AND/OR
RECLASSIFICATION OF CERTAIN CLAIMS)**

THIS MATTER having come before the Court on the
Debtors' Thirty-Third Omnibus Objection to Claims
(Modification and/or Reclassification of Certain Claims)
(the "Objection"), and it appearing that due and proper
notice and service of the Objection has been given in

compliance with Fed. R. Bankr. P. 3007 and 7004 and LBR 3007-1 and was good and sufficient and that no other further notice or service of the Objection need be given; and the Court having entered the Order on Debtors' Thirty-Third Omnibus Objection to Claims (Modification and/or Reclassification of Certain Claims) (Docket No. 5192) (the "Initial Order") and the Supplemental Order on Debtors' Thirty-Third Omnibus Objection to Claims (Modification and/or Reclassification of Certain Claims) (Docket No. 6852) (the "Supplemental Order"); and it appearing that the claimant set forth on Exhibit A filed a response to the Objection; and it appearing that the relief requested in the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. Notwithstanding the Initial Order and the Supplemental Order, the Objection is withdrawn without prejudice as to the claim identified on Exhibit A as attached hereto and incorporated herein; provided, further, that the Debtors' rights and abilities to object to the claim on Exhibit A on any available grounds and bases

applicable law permits are hereby preserved in their entirety and nothing herein shall be construed or deemed to limit or impair such rights and abilities.

2. The Debtors' rights to object to any claims, including the claim on Exhibit A, on any grounds that the applicable law permits are not waived and are expressly reserved.

3. To the extent that this Order conflicts with the Initial Order or the Supplemental Order, this Order shall control.

4. The Debtors shall serve a copy of this Order on the claimant included on Exhibit A to this Order on or before seven (7) days from the entry of this Order.

5. This Court shall retain jurisdiction with respect to all matters arising from or related to this Order.

Dated: Richmond, Virginia
May 24 2010, 2010

/s/ Kevin R. Huennekens

Honorable Kevin R. Huennekens
United States Bankruptcy Judge

Entered on docket: May 24 2010

WE ASK FOR THIS:

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
P.O. Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

/s/ Douglas M. Foley
Douglas M. Foley (VSB No. 34364)
Sarah B. Boehm (VSB No. 45201)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel for Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I
hereby certify that the foregoing proposed order has been
endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

EXHIBIT A

| CREDITOR'S NAME AND ADDRESS | CLAIM NUMBER | ASSERTED CLAIM AMOUNT * | DATE FILED | DOCKETED DEBTOR |
|--|--------------|---|------------|--------------------------------------|
| SHARPE PARTNERS LLC ATTN KATHY L SHARPE CEO 61 BROADWAY STE 2305 NEW YORK, NY 10006 | 6257 | Secured: Priority: Administrative \$157,978.75 503(b)(9): Unsecured: \$87,121.25 Reclamation: Total: \$245,100.00 | 01/26/2009 | CIRCUIT CITY STORES, INC. (08-35653) |

Total: 1 \$245,100.00

* "UNL" denotes an unliquidated claim.

CERTIFICATE OF NOTICE

District/off: 0422-7
Case: 08-35653

User: frenchs
Form ID: pdforder

Page 1 of 1
Total Noticed: 1

Date Rcvd: May 24, 2010

The following entities were noticed by first class mail on May 26, 2010.
aty +Gregg M. Galardi, Skadden Arps Slate Meagher, & Flom LLP, One Rodney Sq., PO Box 636,
Wilmington, DE 19899-0636

The following entities were noticed by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: May 26, 2010

Signature:

